RECORDATION NO. 27004-N

APR 07'11 -3 20 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, D C

20036

ELIAS C ALVORD (1942) ELLSWORTH C ALVORD (1964)

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol com

April 7, 2011

Chief Section of Administration Office of Proceedings Surface Transportation Board 395 E Street, S.W. Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated April 4, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Interest and Collateral Assignment Of Lease previously filed with the Board under Recordation Number 27004-J.

The name and address of the party to the enclosed document are.

Secured Party:

DVB Bank SE

609 Fifth Avenue

New York, New York- 10017

Borrower:

Compass Rail VIII Corporation (as successor

to The CIT Group/Equipment Financing, Inc.)

750 Battery Street, Suite 430 San Francisco, California 94111

A description of the railroad equipment covered by the enclosed document is:

39 covered hopper railcars TERMINATED within the series PLMX 1351 - PLMX 1358 and PLMX 10190 - PLMX 12401 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

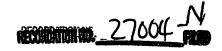
Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Eden W Zins

Edward M Luria

RWA/EML/sem Enclosures



ÁPR 97 11 -3 20 PM

PARTIAL RELEASE OF SECURITY INTEREST

STATE TRANSPORTATION BOARD

The undersigned DVB BANK SE, AS AGENT (the "Secured Party"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby terminate, release and discharge the security interest held by it which encumbers the railcars specified on <u>Schedule 1</u> attached hereto (the "Railcars").

Such security interest was granted pursuant to that certain Loan and Security Agreement dated as of June 22, 2007, by and between COMPASS RAIL VIII CORPORATION, as Borrower, and Secured Party (the "Security Agreement"). Pursuant to the Security Agreement, Memoranda have been filed with the Surface Transportation Board with respect to the Railcars as follows:

Recordation Number	Dated Filed	Time Filed
27028-A	June 22, 2007	2:40 p.m.
27004-J	June 22, 2007	2:40 p.m.

perjury under the laws of the United States that the foregoing is true and correct.

IN WITNESS WHEREOF, Secured Party has caused this Partial Release of Security

Signature
Name
Dated

Name
Dated

I hereby certify under the pains and penalty of perjury that I hold the title and office at DVB Bank SE specified above under my name, that this Memorandum of Termination of Lease was signed on behalf of DVB Bank SE by authority of its Board of Directors and that the execution of this instrument is the free act and deed of DVB Bank SE. I declare under the penalty of perjury under the laws of the United States that the foregoing is true and correct.

Signature

Name Dated

1106 1110

Schedule 1 to Partial Termination of Security Interest

The Railcars:
Forty-two (42) 100-ton covered hopper cars

Forty-two (42) 100-ton covered hopper cars					
	Old Mark	<u> </u>	New Mark*		
1	PLMX	1351	CMPX	252097	
2	PLMX	1355	CMPX	252100	
3	PLMX	1358	CMPX	252101	
4	PLMX	10190	CMPX	252104	
5	PLMX	10227	CMPX	252105	
6	PLMX	10241	CMPX	252106	
7	PLMX	10551	CMPX	252107	
8	PLMX	10558	CMPX	252110	
9	PLMX	10564	CMPX	252113	
0	PLMX	10566	CMPX	252115	
11	PLMX	10567	CMPX	252116	
12	PLMX	10573	CMPX	252117	
13	PLMX	10574	CMPX	252118	
14	PLMX	10581	CMPX	252120	
15	PLMX	10584	CMPX	252121	
16	PLMX	10585	CMPX	252122	
17	PLMX	10587	CMPX	252123	
18	PLMX	10591	CMPX	252125	
19	PLMX	10593	CMPX	252126	
20	PLMX	10595	CMPX	252127	
21	PLMX	10598	CMPX	252129	
22	PLMX	10601	CMPX	252131	
23	PLMX	10602	CMPX	252132	
24	PLMX	10608	CMPX	252134	
25	PLMX	10609	CMPX	252135	
26	PLMX	10610	CMPX	252136	
27	PLMX	10612	CMPX	252138	
28	PLMX	10665	CMPX	252139	
29	PLMX	10740	CMPX	252141	
30	PLMX	10903	CMPX	252142	
31	PLMX	10904	CMPX	252143	
32	PLMX	10905	CMPX	252144	
33	PLMX	10906	CMPX	252145	
34	PLMX	10907	CMPX	252146	
35	PLMX	10908	CMPX	252147	
36	PLMX	10972	CMPX	252148	
37	PLMX	11082	CMPX	252149	
38	PLMX	12261	CMPX	252151	
39	PLMX	12401	CMPX	252153	
40	BCOL	829104			
41	BCOL	829110			
42	BCOL	829117			

^{*}BOCL cars were not remarked

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the	
District of Columbia, do hereby certify under penalty of perjury that I have compared th	е
attached copy with the original thereof and have found the copy to be complete and	
identical in all respects to the original document.	

Dated: 4/7/11

Robert W. Alvord